

# ULTIMATE<sup>TM</sup> SIX

ISSUE

# 3



ULTIMATE<sup>®</sup>  
SPIDER-MAN<sup>®</sup>  
AND

THE  
ULTIMATES<sup>™</sup>

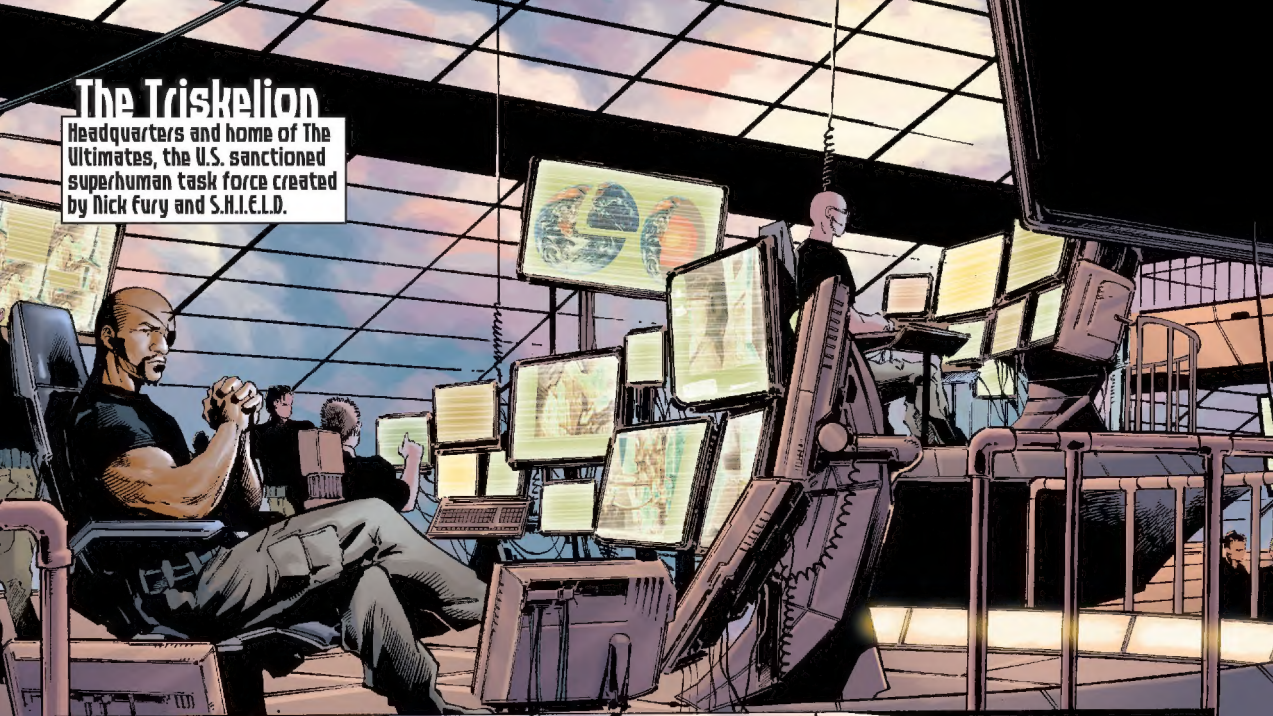
BENDIS  
HAIRSINE  
MIKI

**MARVEL<sup>®</sup>**

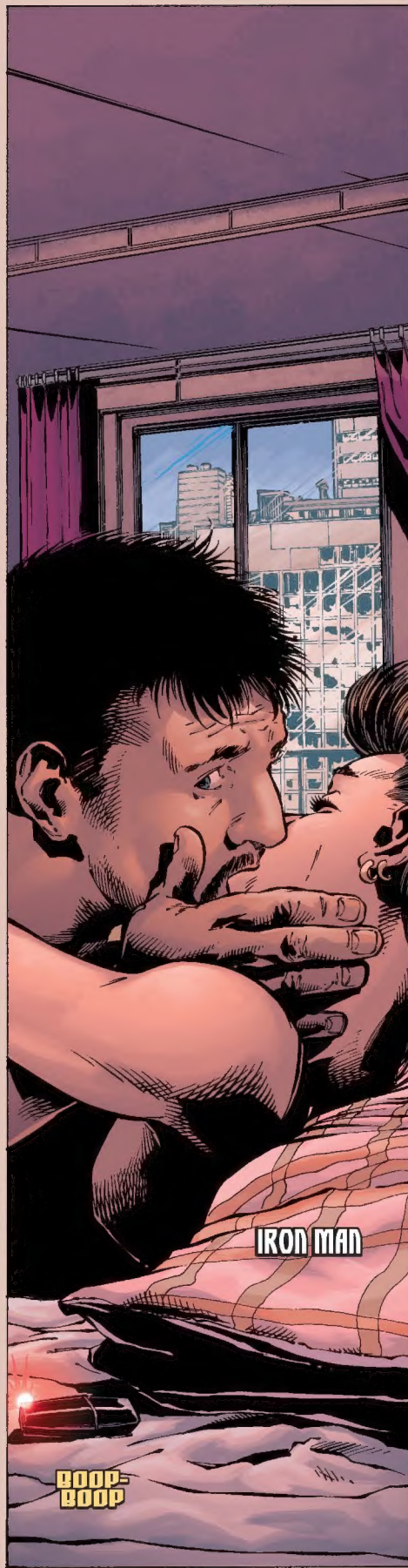


# The Triskelion

Headquarters and home of The Ultimates, the U.S. sanctioned superhuman task force created by Nick Fury and S.H.I.E.L.D.











Hey, Fury,  
before we dive  
into this thing  
head first,  
how about a  
recap...



Peter Parker  
Spider-Man



Steve Rogers  
Captain America



Henry Pym  
Giant Man



Tony Stark  
Iron Man



Janet Pym  
Wasp



Thor  
Thor



Clint Barton  
Hawkeye



Natasha Romanov  
Black Widow



Otto Octavius  
Doctor Octopus



Max Dillon  
Electro



Flint Marko  
Sandman



Norman Osborn  
Green Goblin



Sergei Kravinoff  
Kraven the Hunter



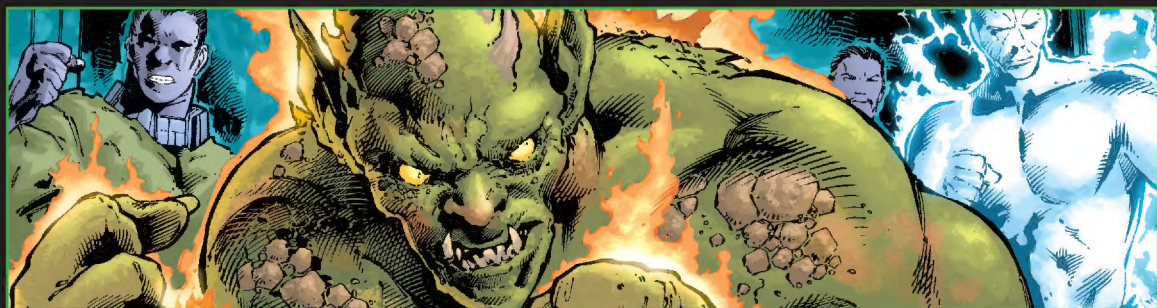
The bite of a genetically altered spider granted high-school student Peter Parker incredible, arachnid-like powers: strength, agility, a spider-like sixth sense warning him of personal danger, and most amazing of all-- Peter can walk on walls. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility!

Captain America, Iron Man, The Wasp, Thor, Hawkeye, The Black Widow, and Giant Man are THE ULTIMATES!! Brought together by the espionage agency known as S.H.I.E.L.D., The Ultimates serve as a super hero defense initiative protecting the world from whatever threatens to destroy it!

## PREVIOUSLY IN ULTIMATE SIX

After being apprehended by Spider-Man, Norman Osborn (The Green Goblin), Dr. Otto Octavius (Dr. Octopus), Flint Marko (Sandman), Max Dillon (Electro) and Sergei Kravinoff (Kraven the Hunter) were being held in a SHIELD containment center.

Now the worst has happened as all five have escaped. There are only two things on their mind: revenge and Spider-Man.



S t a n L e e p r e s e n t s :

# ULTIMATE SIX

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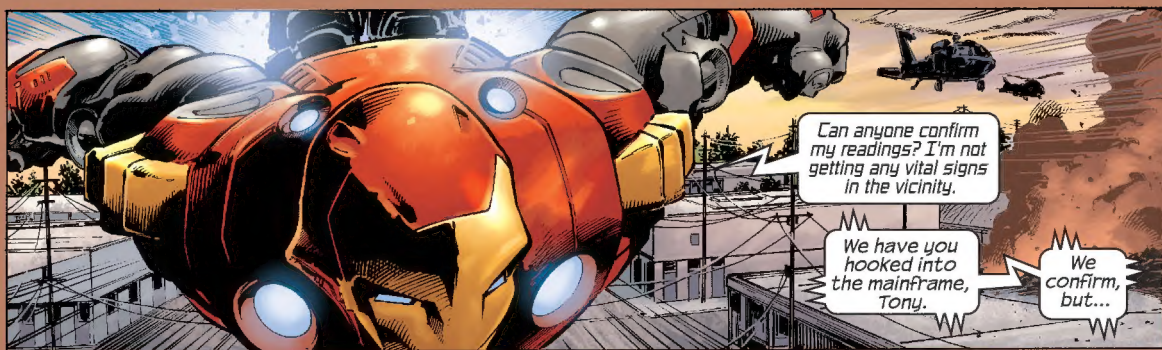
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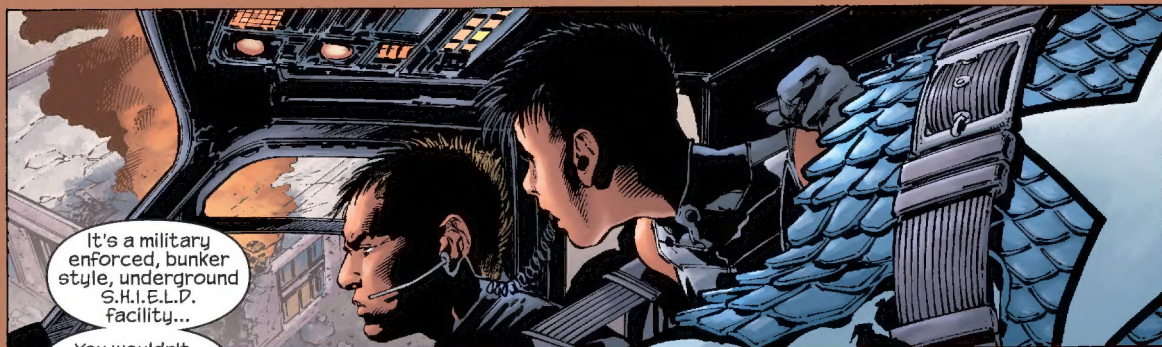




Can anyone confirm my readings? I'm not getting any vital signs in the vicinity.

We have you hooked into the mainframe, Tony.

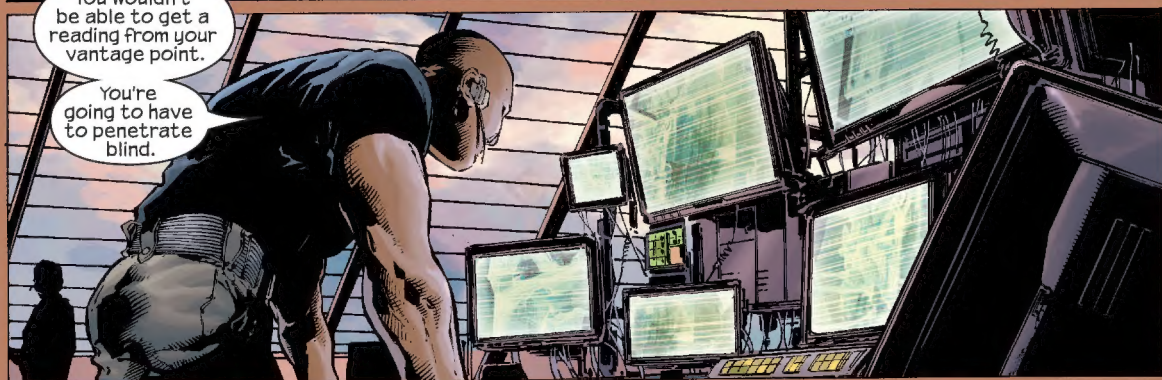
We confirm, but...



It's a military enforced, bunker style, underground S.H.I.E.L.D. facility...

You wouldn't be able to get a reading from your vantage point.

You're going to have to penetrate blind.



We're patching in the floor plan to your secure server, Mr. Stark.

Cap?

Right behind you, Tony.

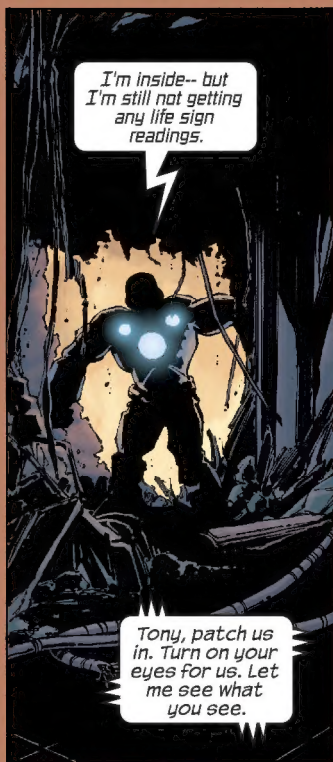
Stay online.

I say-- everyone stays airborne until I get the lay of the land, Cap?



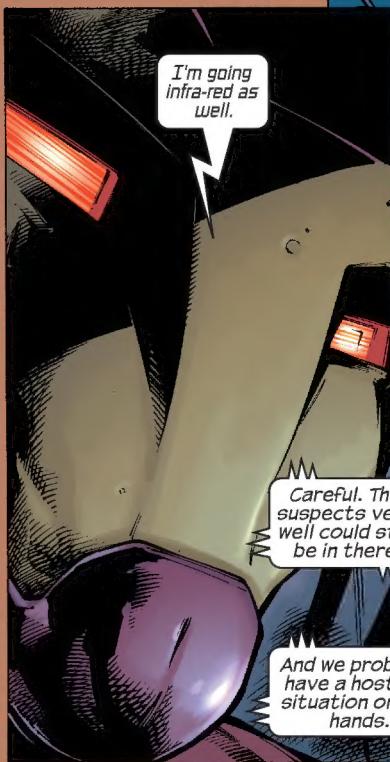
Roger that.





I'm inside-- but I'm still not getting any life sign readings.

Tony, patch us in. Turn on your eyes for us. Let me see what you see.



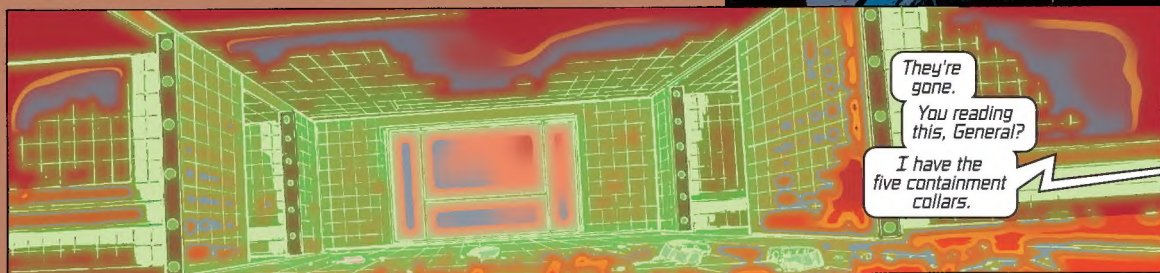
I'm going infra-red as well.

Careful. The suspects very well could still be in there.

And we probably have a hostage situation on our hands.



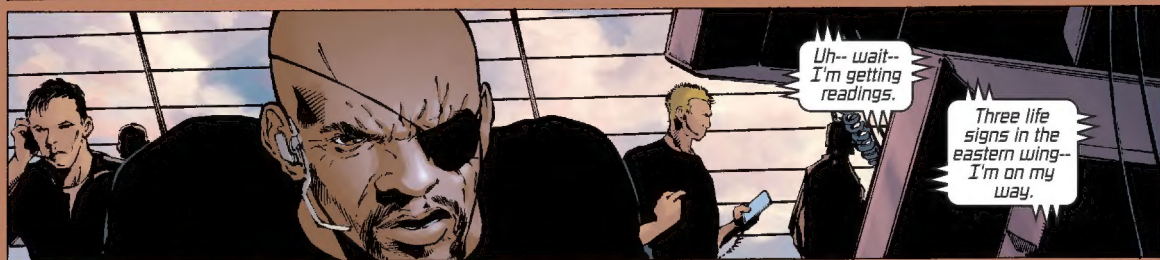
My name is Tony Stark and you are all under--!!



They're gone.

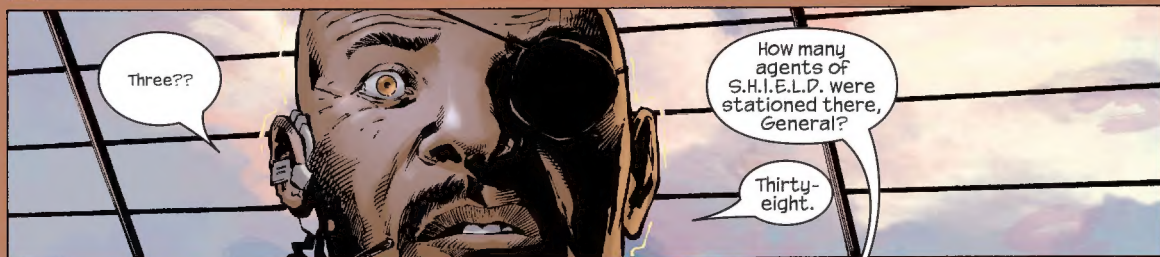
You reading this, General?

I have the five containment collars.



Uh-- wait-- I'm getting readings.

Three life signs in the eastern wing-- I'm on my way.



Three??

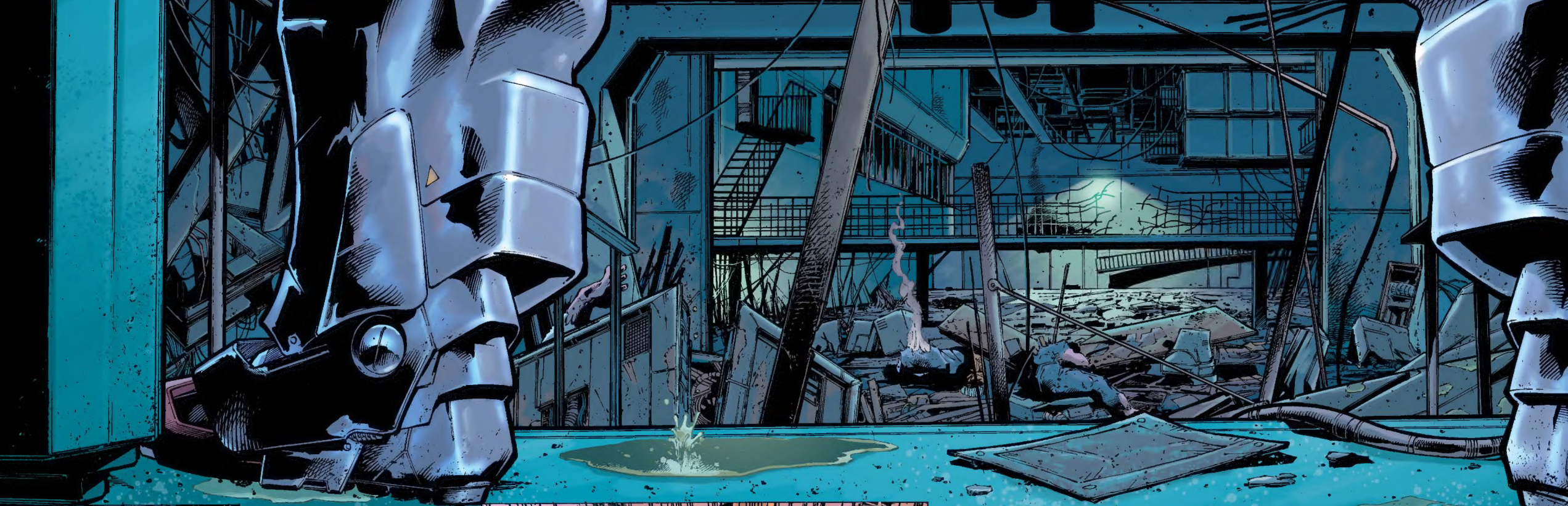
How many agents of S.H.I.E.L.D. were stationed there, General?

Thirty-eight.



Oh, sweet Lord...





This is--  
this is--

File your  
report, Tony.

We aren't  
getting a  
clear view.



Are-- are  
you getting  
this?

Is  
that--?

It's, oh  
man, Hank  
Pym.

He's alive,  
barely. Oh,  
God--



Janet!!  
Janet!!

Tony, Janet is  
headed right  
towards you!

Roger  
that, Cap.

I'm getting clear  
readings now. I have  
Pym and two seriously  
wounded agents. But--

But no one  
else is here.

They're gone. Unless  
they killed themselves  
and I can't see them  
yet. They're gone. They  
escaped.

General?

Oh, God, this  
is a nightmare.

Permission to  
land and tend  
to the damage,  
General.

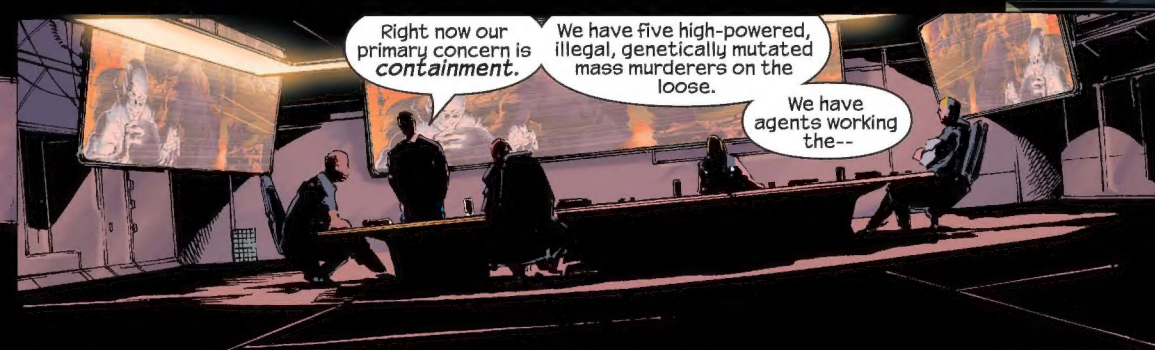


General?

Permission  
granted.

What did this,  
General?







We have agents in the field doing recon on background Intel.

While Janet is working with the medical team on her husband, what I want *you* to do is familiarize yourself with their background files--

Because the *second* we locate any or all of them you're jumping into the field feet first!

We have to assume civilian life is at high risk.

This needs to be contained quickly.

Wait, you can't simply locate them?

All this high tech--

If-- if and *when* they engage their genetic powers we will be able to locate them. We have the satellite programmed for *just* that.

The problem there is that if they *do* power up, chances are that someone, a civilian, is already getting hurt.

Now this Electro, Sandman, and Kraven-- they are just thugs with powers.

Dangerous powers-- absolutely.

(Electro might be the hardest one to take on.)

But thug mentality is thug mentality.

The *problem* is Norman Osborn and this Otto Octavius.

And we can't locate them unless they power up.

Captain, if we had that kind of technology-- to locate anyone anywhere--

Your butt wouldn't have sat in a block of ice for fifty years.

They *are* convicts on the run. Their situation is desperate.

We have agents working their known family and friends, but considering the hostile nature of their personalities...

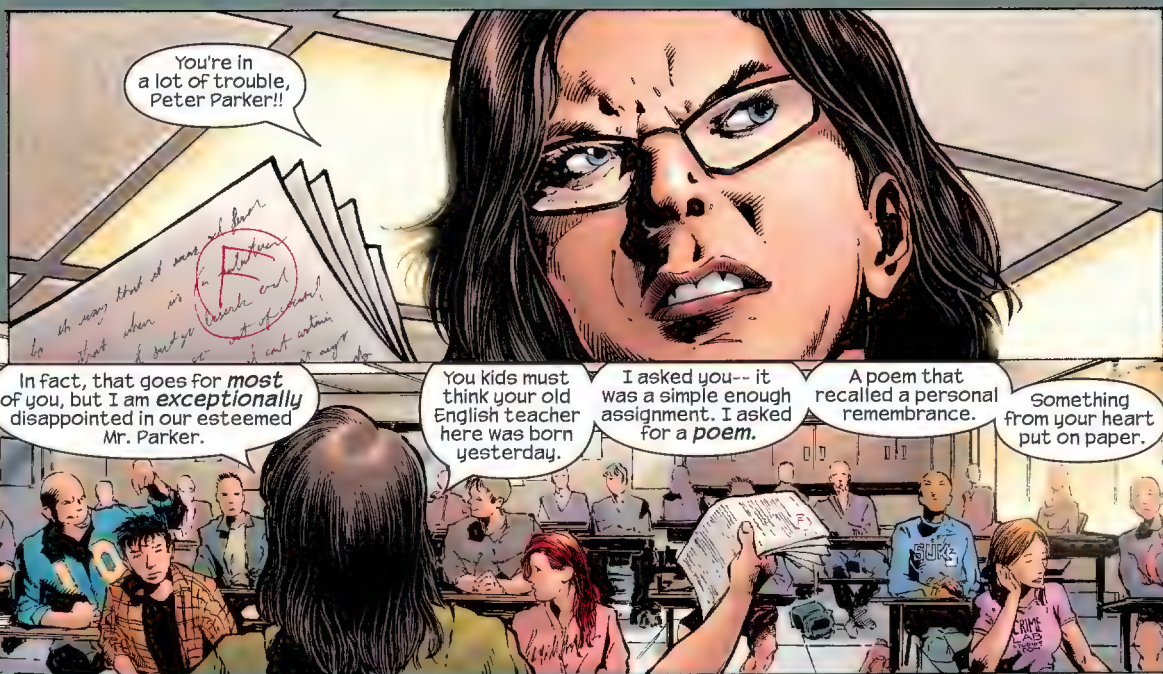
...it's equally important that we work the people they have *hostile* relationships to...

...or grudges against...

...because that is where these homicidal--

Parker.





You're in a lot of trouble, Peter Parker!!

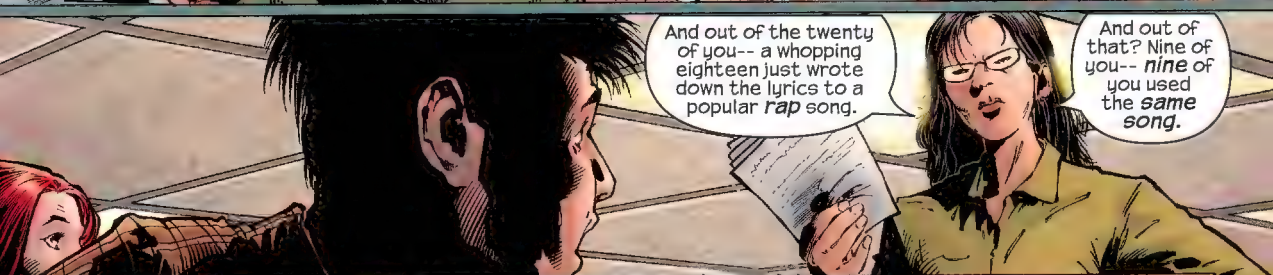
In fact, that goes for *most* of you, but I am *exceptionally* disappointed in our esteemed Mr. Parker.

You kids must think your old English teacher here was born yesterday.

I asked you-- it was a simple enough assignment. I asked for a *poem*.

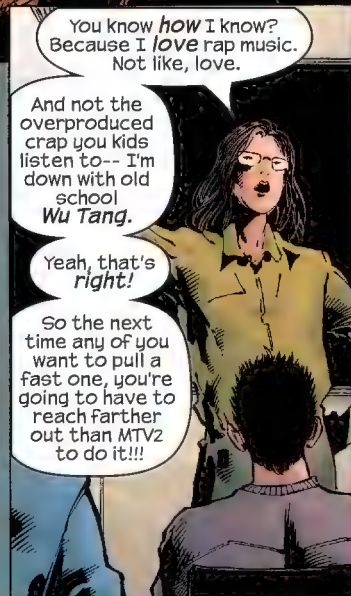
A poem that recalled a personal remembrance.

Something from your heart put on paper.



And out of the twenty of you-- a whopping eighteen just wrote down the lyrics to a popular rap song.

And out of that? Nine of you-- *nine* of you used the *same* song.



You know *how* I know? Because I *love* rap music. Not like, love.

And not the overproduced crap you kids listen to-- I'm down with old school Wu Tang.

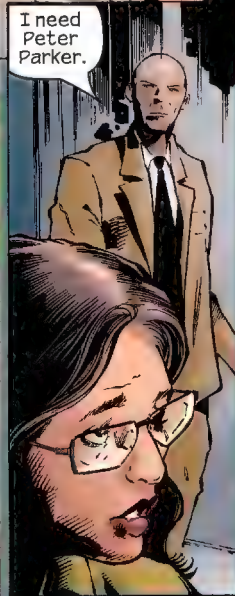
Yeah, that's *right*!

So the next time any of you want to pull a fast one, you're going to have to reach farther out than MTV2 to do it!!!

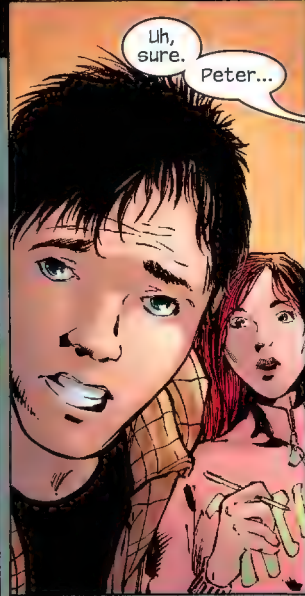


So, all of you, each one of you, except Gwen Stacy and Mary Jane Watson, get a big fat F. And then I--

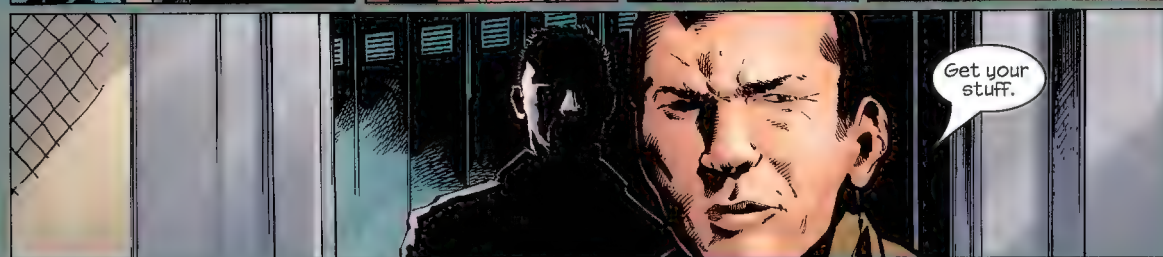
Um, excuse me, Ms. Jeffries...



I need Peter Parker.



Uh, sure. Peter...



Get your stuff.

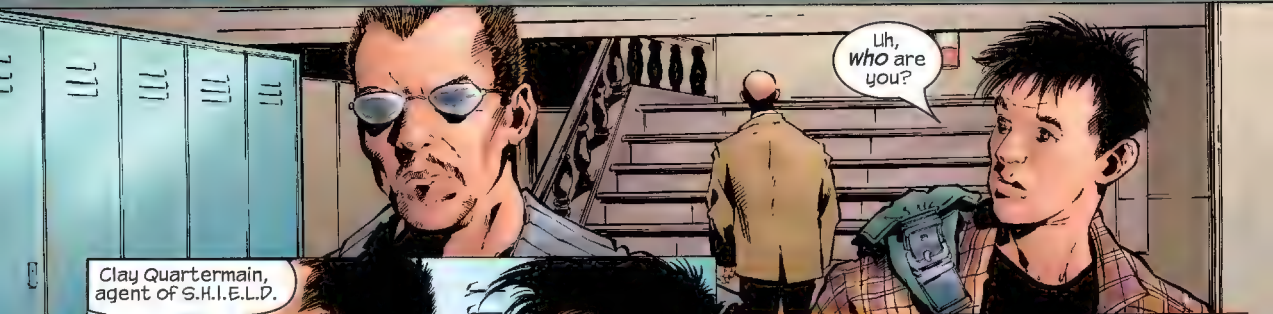




Good luck, Peter.

Thank you, Principal.

Peter, I'm Clay Quartermain. Will you come with me, please?



Uh, who are you?

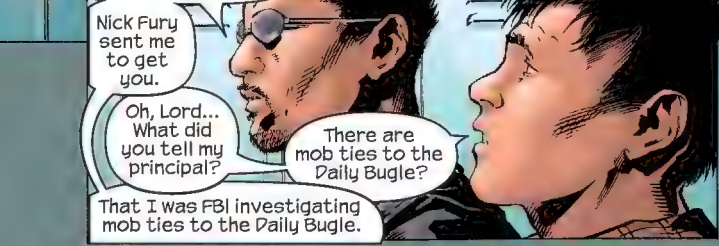
Clay Quartermain, agent of S.H.I.E.L.D.

Nick Fury sent me to get you.

Oh, Lord... What did you tell my principal?

There are mob ties to the Daily Bugle?

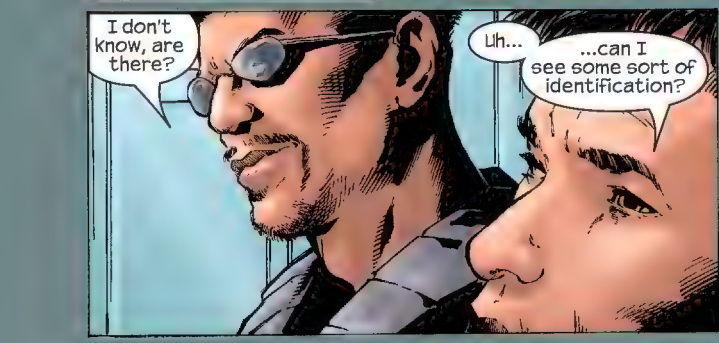
That I was FBI investigating mob ties to the Daily Bugle.



I don't know, are there?

Uh...

...can I see some sort of identification?



Kid, get your little tights and get your butt over here.



Do you have your costume?

Could you please-- I have a secret identity.

Then shall we? Time is of the essence.

Why? What's going on?

I'll explain on the way.



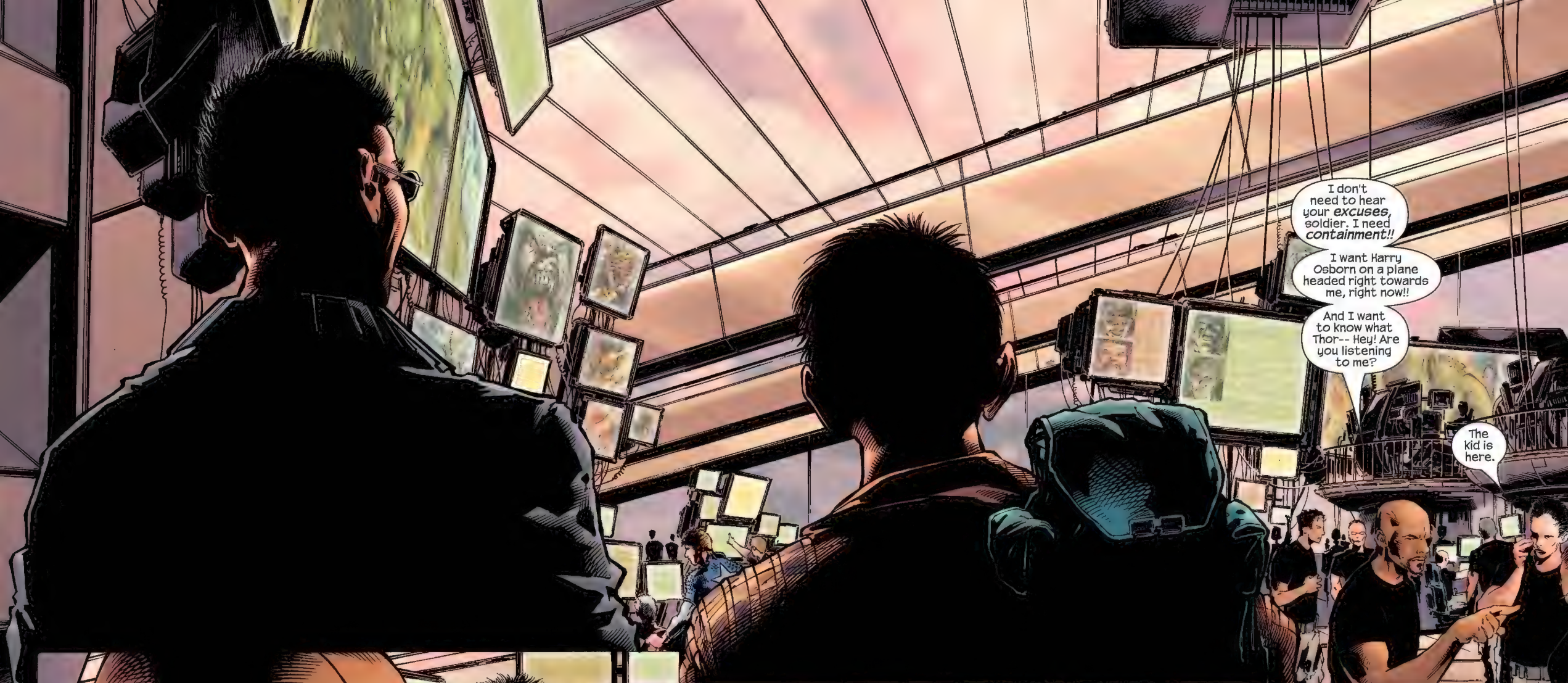
On the way to where?



The Triskelion





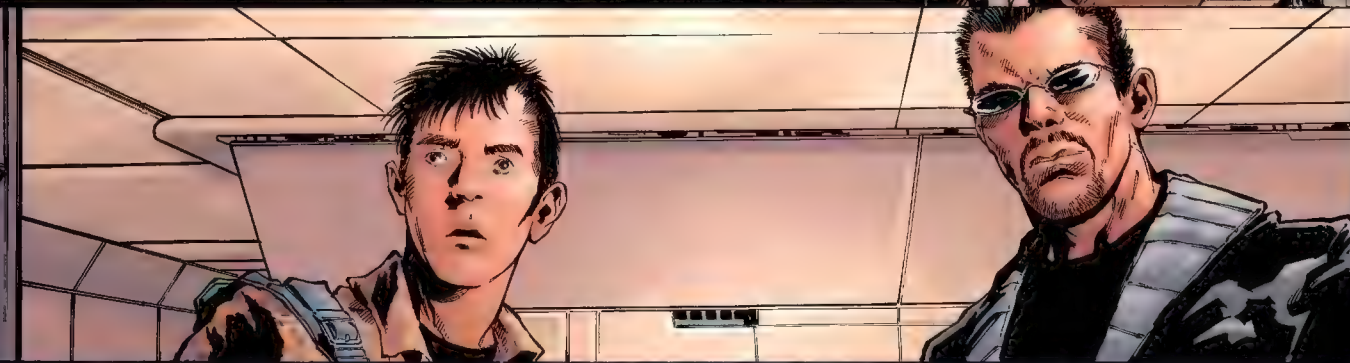


I don't need to hear your *excuses*, soldier. I need *containment*!!

I want Harry Osborn on a plane headed right towards me, right now!!

And I want to know what Thor-- Hey! Are you listening to me?

The kid is here.



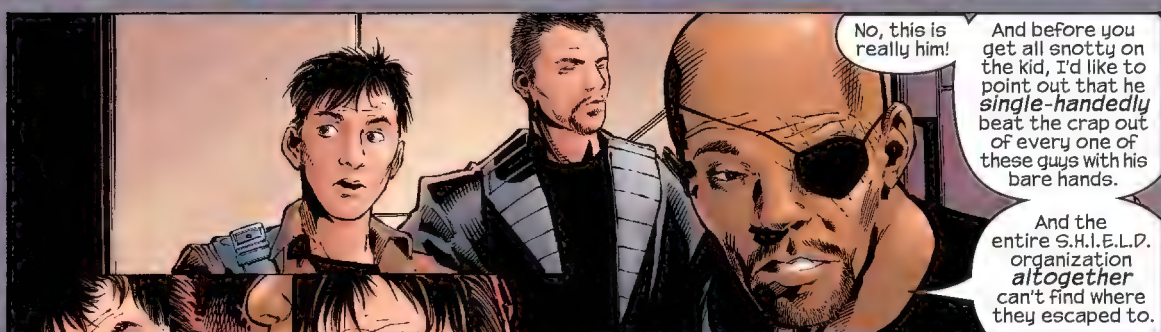
I thought I told you to bring him in costume.  
You said *bring* the costume. You didn't--

You want something to eat?

What's-- what's--?

Alpha team. War room.



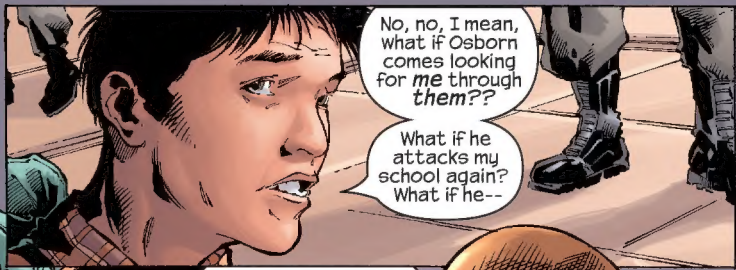






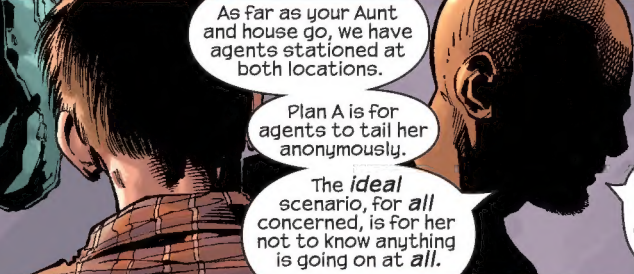
Oh, my God...

Hopefully this will all be wrapped up by then. If not, we'll have much bigger fish to fry than how grounded you're going to be for being a super hero behind her back.



No, no, I mean, what if Osborn comes looking for me through them???

What if he attacks my school again? What if he--

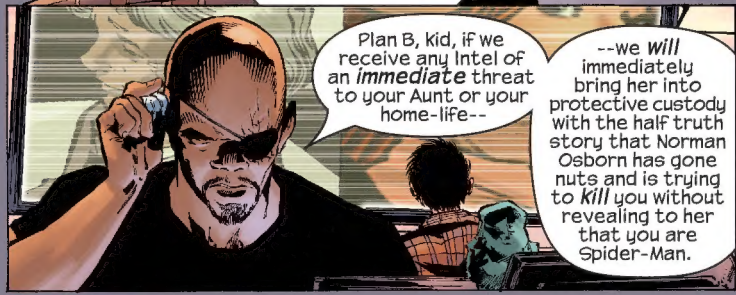


As far as your Aunt and house go, we have agents stationed at both locations.

Plan A is for agents to tail her anonymously.

The *ideal* scenario, for *all* concerned, is for her not to know anything is going on at *all*.

She is a civilian and we don't want *panic*.



Plan B, kid, if we receive any Intel of an *immediate* threat to your Aunt or your home-life--

--we *will* immediately bring her into protective custody with the half truth story that Norman Osborn has gone nuts and is trying to *kill* you without revealing to her that you are Spider-Man.



This helps *you* out, of course, but it also helps *us* out.

This entire situation is top top secret. Tip top secret.

But *whatever* we have to do to keep your Aunt safe... we *will*.



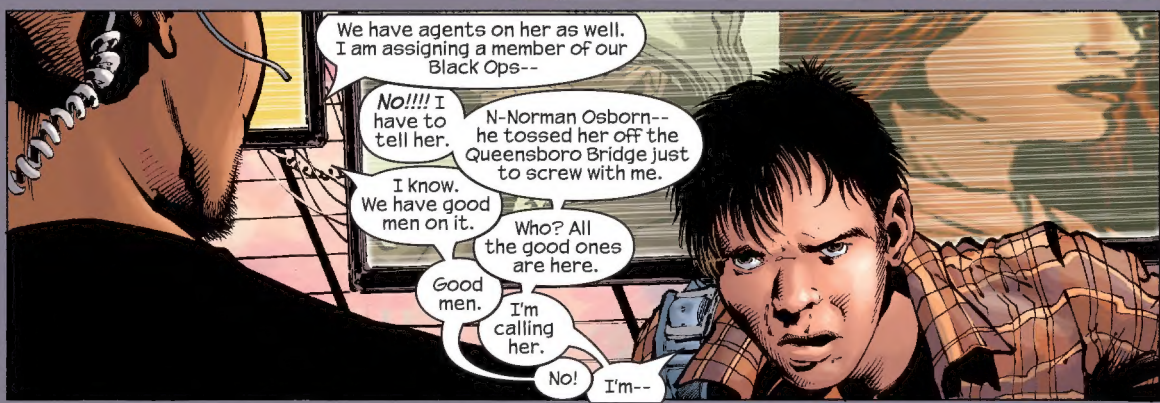
But Parker, listen, if you want her brought in *now*...

If you want to swallow it and just come clean with her... we can arrange it.



It'll take a bit of...

I *have* to warn Mary Jane.



We have agents on her as well. I am assigning a member of our Black Ops--

No!!!! I have to tell her.

N-Norman Osborn-- he tossed her off the Queensboro Bridge just to screw with me.

I know. We have good men on it.

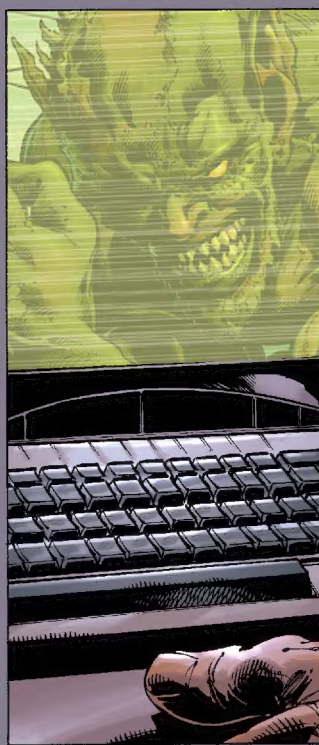
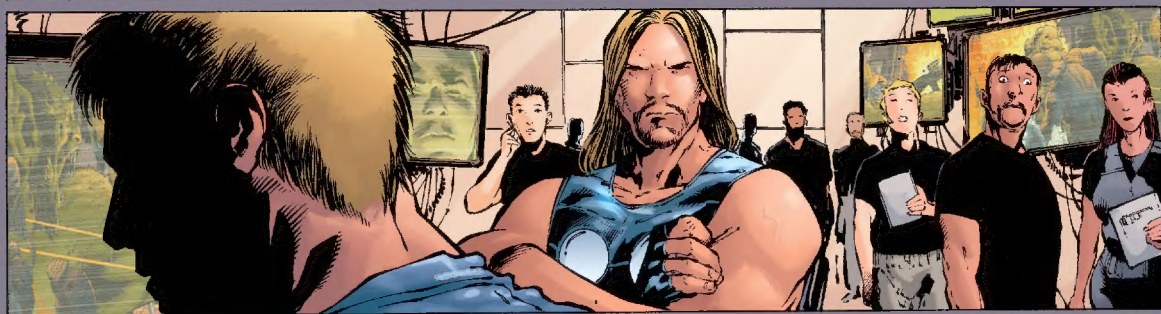
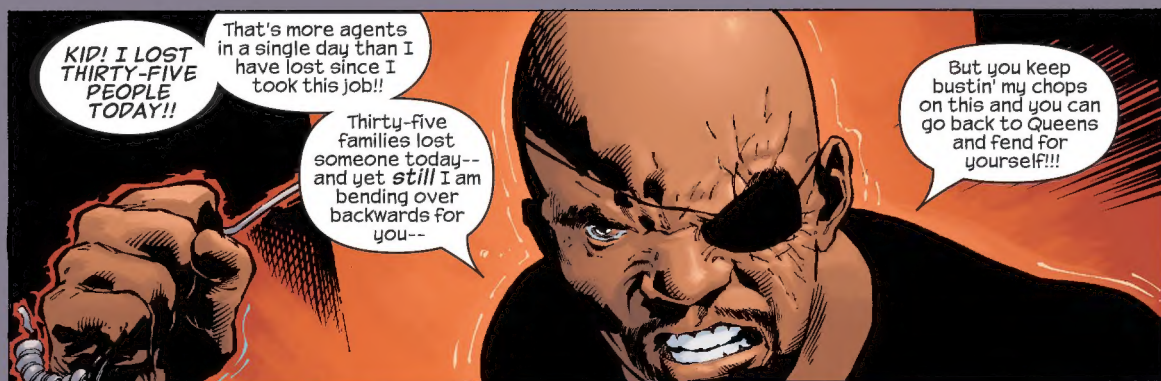
Who? All the good ones are here.

Good men.

I'm calling her.

No! I'm--













To be continued...